

Engelhardt

UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK

USDC SDNY DOCUMENT ELECTRONICALLY FILED DOC #: DATE FILED: 3/9/12
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STARR INTERNATIONAL COMPANY, INC.,  
INDIVIDUALLY AND DERIVATIVELY ON  
BEHALF OF AMERICAN INTERNATIONAL  
GROUP, INC.,

Plaintiff,

- against -

FEDERAL RESERVE BANK OF NEW YORK,

Defendant,

- and -

AMERICAN INTERNATIONAL GROUP, INC., a  
Delaware corporation,

Nominal Defendant.

No. 11 Civ. 8422 (PAE)

STIPULATION AND PROPOSED ORDER

WHEREAS plaintiff Starr International Company, Inc. ("Starr") has filed this action against the Federal Reserve Bank of New York ("FRBNY") and a related action against the United States of America ("USA") in the United States Court of Federal Claims (Starr International Company, Inc. v. The United States of America, No. 11-799C);

WHEREAS pursuant to a scheduling order entered on January 23, 2012, an amended complaint was filed in this action on February 1, 2012, and answers, motions to dismiss or other responses to the amended complaint are due April 2, 2012;

WHEREAS plaintiff Starr has asserted claims in both actions on behalf of itself and derivatively on behalf of nominal defendant American International Group, Inc. ("AIG");

WHEREAS it is anticipated that defendant FRBNY in this action and defendant USA in the Court of Federal Claims action will each file motions to dismiss addressing, among other issues, constitutional, corporate law and sovereign immunity issues;

WHEREAS the alleged derivative claims on behalf of nominal defendant AIG raise additional procedural and standing issues that the undersigned counsel agree will unduly complicate motion practice at this time and that may not need to be briefed by the parties and decided by the Courts in light of the rulings on the motions to dismiss by FRBNY and USA (and, if they do need to be briefed and decided, may be differently and more narrowly focused following the Courts' rulings on those motions);

WHEREAS this is AIG's first request to extend AIG's time to answer, move, or respond to the amended complaint;

THEREFORE, IT IS HEREBY STIPULATED that the time within which nominal defendant AIG must answer, move to dismiss or otherwise respond to the amended complaint is extended until 20 days following the filing of FRBNY's answer in this action and that all positions and arguments nominal defendant AIG could assert in its answer, motion to dismiss or other response to the amended complaint are preserved until nominal defendant AIG answers, moves to dismiss or otherwise responds to the amended complaint.

Counsel for defendant FRBNY has informed counsel for AIG that FRBNY does not consent to this Stipulation and Proposed Order. The parties have agreed that

FRBNY will provide the Court a letter setting forth the reasons FRBNY does not consent,  
and that Starr and/or AIG may respond by letter to FRBNY's letter.

Dated: New York, New York  
February 23, 2012

BOIES, SCHILLER & FLEXNER LLP

By: David Boies  
David Boies  
333 Main Street  
Armonk, NY 10504  
Tel: (914) 749-8200  
Fax: (914) 749-8300  
Email: dboies@bsflp.com

Robert J. Dwyer  
Nicholas A. Gravante Jr.  
Duane L. Loft  
Julia C. Hamilton  
575 Lexington Avenue  
New York, NY 10022  
Tel: (212) 446-2300

Samuel C. Kaplan  
5301 Wisconsin Avenue, NW  
Washington, DC 20015  
Tel: (202) 237-2727

SKADDEN, ARPS, SLATE, MEAGHER &  
FLOM LLP

John L. Gardiner  
Four Times Square  
New York, NY 10036  
Tel: (212) 735-3000

Attorneys for Plaintiff Starr International  
Company, Inc.

WEIL, GOTSHAL & MANGES LLP

By: Stephen A. Radin  
Joseph S. Allerhand  
Stephen A. Radin  
767 Fifth Avenue  
New York, New York 10153  
Tel: (212) 310-8000  
Fax: (212) 310-8007  
Email: joseph.allerhand@weil.com  
Email: stephen.radin@weil.com

Attorneys for Nominal Defendant  
American International Group, Inc.

**SO ORDERED:**

3/9/12

Paul A. Engle

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